

**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

-----X

In re:

SEARS HOLDINGS CORPORATION, *et al.*,

Debtors.

-----X

Chapter: 11

Case No.: 18-23538 (RDD)

(Jointly Administered)

**ORDER (i) GRANTING AN ADMINISTRATIVE EXPENSE CLAIM; (ii)  
COMPELLING THE IMMEDIATE PAYMENT OF THE ADMINISTRATIVE CLAIM;  
AND (iii) GRANTING SUCH OTHER RELIEF AS SET FORTH HEREIN**

Upon the motion dated July 31, 2019 [Dkt. No. \*\*\*\*] (the “Motion”), of Demert Brands, Inc. (“Demert”), a creditor of Sears Holdings Corporation and certain of its affiliates in the above captioned chapter 11 cases (the “Debtors”), pursuant to section 507 of title 11 of the United States Code (the “Bankruptcy Code”), (i) granting Demert an administrative expense claim against the Debtors for its post-petition services; and (ii) compelling payment of the Administrative Expense Claim, all as more fully described in the Motion; and the Court having jurisdiction to consider the Motion and the relief requested there; and due and proper notice of the Motion having been provided, and it appearing that no other or further notice need be provided; and the Court having found and determined that the relief sought in the Motion is in the best interests of the Debtors, their estates, creditors, and all parties in interest, and the legal and factual bases set forth in the Motion establish just cause for the relief granted herein; and after due deliberation and sufficient cause appearing therefor, it is hereby

**ORDERED**, that the Motion is granted; and it is further

**ORDERED**, Demert is granted an allowed administrative expense claim pursuant to 11 U.S.C. § 503(b)(1)(A) for the post-petition invoices attached to the Motion; and it is further

**ORDERED**, that the Debtors are compelled to make payment on the post-petition

invoices within seven (7) days of entry of this Order; and it is further

**ORDERED**, that this Court shall retain jurisdiction to hear and determine all matters arising from or related to this Order.

Dated: White Plains, New York,  
\_\_\_\_\_, 2019.

---

HONORABLE ROBERT D. DRAIN  
UNITED STATES BANKRUPTCY JUDGE

5690363\_1